

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF TEXAS
HOUSTON DIVISION**

In re:	§	Chapter 11
	§	
ALTA MESA RESOURCES, INC., <i>et al.</i> ,	§	Case No. 19-35133 (MI)
	§	
Debtors. ¹	§	Jointly Administered
	§	
	§	

DEBTORS' AMENDED AGENDA OF MATTERS SET FOR OCTOBER 11, 2019

TO THE HONORABLE MARVIN ISGUR:

The above-referenced debtors and debtors in possession (collectively, the “Debtors”) file this Amended Agenda of Matters Set for October 11, 2019:

A. Matters Set for October 11, 2019 at 10:00 a.m.:

1. Debtors’ Emergency Motion for Entry of Interim and Final Orders (I) Authorizing the Debtors to Utilize Cash Collateral; (II) Granting Adequate Protection to Prepetition Secured Parties; (III) Modifying the Automatic Stay; and (IV) Granting Related Relief [Docket No. 15].

Status: Going forward.

Related Documents:

- Declaration of John C. Regan, Chief Financial Officer of the Debtors, in Support of Chapter 11 Petitions and First Day Pleadings [Docket No. 16].
- Declaration of Robert Albergotti in Support of Debtors’ Emergency Motion for Entry of Interim and Final Orders (I) Authorizing the Debtors to Utilize Cash Collateral; (II) Granting Adequate Protection to Prepetition Secured Parties; (III) Modifying the Automatic Stay; and (IV) Granting Related Relief. [Docket No. 40].
- Declaration of Kevin Cofsky in Support of Debtors’ Emergency Motion for Entry of Interim and Final Orders (I) Authorizing the Debtors to Utilize Cash Collateral;

¹ The Debtors in these chapter 11 cases and the last four digits of their federal tax identification numbers are as follows: Alta Mesa Resources, Inc. (3840); Alta Mesa Holdings, LP (5150); Alta Mesa Holdings GP, LLC (0642); OEM GP, LLC (0958); Alta Mesa Finance Services Corp. (5673); Alta Mesa Services, LP (7295); and Oklahoma Energy Acquisitions, LP (3762). The location of the Debtors’ corporate headquarters and service address is 15021 Katy Freeway, 4th Floor, Houston, Texas 77094.

(II) Granting Adequate Protection to Prepetition Secured Parties; (III) Modifying the Automatic Stay; and (IV) Granting Related Relief. [Docket No. 41].

- Interim Order Under Bankruptcy Code Sections 105(a), 361, 362, 363, 503, and 507, Bankruptcy Rules 4001 and 9014, and Complex Case Rules (I) Authorizing Debtors to use Cash Collateral; (II) Granting Adequate Protection to Prepetition Secured Parties; (III) Modifying Automatic Stay; and (IV) Granting Related Relief [Docket No. 63].
- Notice of Final Hearing on First Day Motions [Docket No. 88].
- Affidavit of Service [Docket No. 144].
- Notice of Continued Hearings [Docket No. 227].
- Affidavit of Service [Docket No. 279].
- Proposed Second Interim Order Under Bankruptcy Code Sections 105(a), 361, 362, 363, 503, and 507, Bankruptcy Rules 4001 and 9014, and Complex Case Rules (I) Authorizing Debtors to use Cash Collateral; (II) Granting Adequate Protection to Prepetition Secured Parties; (III) Modifying Automatic Stay; and (IV) Granting Related Relief [Docket No. 297].
- Notice of Filing Redline of Second Interim Order Under Bankruptcy Code Sections 105(a), 361, 362, 363, 503, and 507, Bankruptcy Rules 4001 and 9014, and Complex Case Rules (I) Authorizing Debtors to use Cash Collateral; (II) Granting Adequate Protection to Prepetition Secured Parties; (III) Modifying Automatic Stay; and (IV) Granting Related Relief [Docket No. 298].

Responses: The Debtors received informal comments from counsel to U.S. Specialty Insurance Company and certain other parties in interest that are incorporated into the proposed order.

- Administrative Agent's Reservation of Rights and Limited Response to Debtors' Cash Collateral Motion [Docket No. 281].
 - Objection of Official Committee of Unsecured Creditors to Debtors' (I) Cash Collateral Motion, and (II) Bidding Procedures Motion [Docket No. 286].
 - Response of the Ad Hoc Noteholder Group and the Trustee to the Debtors' Cash Collateral Motion and Bidding Procedures Motion [Docket No. 296].
2. Debtors' Motion for Entry of an Order Approving (I)(A) Bidding Procedures for the Sale of Substantially All or Any Portion of the Debtors' Assets and Certain Non-Debtor Assets, (B) Procedures for the Debtors' Assumption and Assignment of Certain Executory Contracts and Unexpired Leases, (C) the Form and Manner of Notice of the Sale Hearing and Assumption Procedures, (D) Procedures for the Selection of One or More Stalking Horse Bidder(s), and (E) Dates for an Auction and Sale Hearing, and (II)(A) the Sale of

Substantially All or Any Portion of the Debtors' Assets Free and Clear of All Claims, Liens, Liabilities, Rights, Interests and Encumbrances, and (B) the Debtors' Assumption and Assignment of Certain Executory Contracts and Unexpired Leases; and (III) Related Relief [Docket No. 126].

Status: Going forward.

Related Documents:

- Declaration of John C. Regan, Chief Financial Officer of the Debtors, in Support of Chapter 11 Petitions and First Day Pleadings [Docket No. 16].
- Order Establishing Deadline for Objections to Debtors' Bid Procedures Motion [Docket No. 149].
- Affidavit of Service [Docket No. 190].
- Notice of Continued Hearings [Docket No. 227].
- Affidavit of Service [Docket No. 279].
- Notice of Filing Redlined Proposed Order Establishing Bidding Procedures Relating to the Sales of All or a Portion of the Debtors' Assets [Docket No 285].
- Proposed Order Establishing Bidding Procedures Relating to the Sales of All or a Portion of the Debtors' Assets [Docket No. 305].
- Notice of Filing Redlined Proposed Order Establishing Bidding Procedures Relating to the Sales of All or a Portion of the Debtors' Assets [Docket No 306].

Responses:

- Limited Objection and Reservation of Rights of U.S. Specialty Insurance Company to Debtors' Motion for Entry of an Order Approving (I)(A) Bidding Procedures for the Sale of Substantially All or Any Portion of the Debtors' Assets and Certain Non-Debtor Assets, (B) Procedures for the Debtors' Assumption and Assignment of Certain Executory Contracts and Unexpired Leases, (C) the Form and Manner of Notice of the Sale Hearing and Assumption Procedures, (D) Procedures for the Selection of One or More Stalking Horse Bidder(s), and (E) Dates for an Auction and Sale Hearing, and (II)(A) the Sale of Substantially All or Any Portion of the Debtors' Assets Free and Clear of All Claims, Liens, Liabilities, Rights, Interests and Encumbrances, and (B) the Debtors' Assumption and Assignment of Certain Executory Contracts and Unexpired Leases; and (III) Related Relief [Docket No. 208].
- Administrative Agent's Reservation of Rights and Limited Response to Debtors' Motion to Approve Bidding Procedures [Docket No. 282].

- Objection of Official Committee of Unsecured Creditors to Debtors' (I) Cash Collateral Motion, and (II) Bidding Procedures Motion [Docket No. 286].
- Response of the Ad Hoc Noteholder Group and the Trustee to the Debtors' Cash Collateral Motion and Bidding Procedures Motion [Docket No. 296].

B. Matters Set for October 11, 2019 at 3:00 p.m.

3. Emergency Motion to Quash Subpoena Directed to High Mesa, Inc. [Docket No. 228].

Status: Going Forward.

Related Documents:

- Notice of Hearing on Emergency Motion to Quash Subpoena Directed to High Mesa, Inc. [Docket No. 230].

Responses:

- Plaintiffs' Omnibus Opposition to Motions to Quash by High Mesa, Inc. and Bayou City Energy Management, LLC [Docket No. 256].

4. Emergency Motion to Quash Subpoena Directed to Bayou City Energy Management, LLC [Docket No. 229].

Status: Going Forward.

Related Documents:

- Notice of Hearing on Emergency Motion to Quash Subpoena Directed to Bayou City Energy Management, LLC [Docket No. 244].

Responses:

- Plaintiffs' Omnibus Opposition to Motions to Quash by High Mesa, Inc. and Bayou City Energy Management, LLC [Docket No. 256].

5. Emergency Motion to Quash Subpoena Directed to Bayou City Energy Management, LLC [Docket No. 301].

Status: Going Forward.

Related Documents:

- Notice of Hearing on Emergency Motion to Quash Subpoena Directed to Bayou City Energy Management, LLC [Docket No. 302].

Responses:

- Plaintiffs' Response to Emergency Motion to Quash by Bayou City Energy Management, LLC [Docket No. 303].

-Remainder of Page Intentionally Left Blank-

Dated: October 11, 2019.

By: /s/ John F. Higgins
John F. Higgins (TX 09597500)
Aaron Power (TX 24058058)
M. Shane Johnson (TX 24083263)
PORTER HEDGES LLP
1000 Main Street, 36th Floor
Houston, Texas 77002
Telephone: (713) 226-6000
Fax: (713) 226-6248
– and –
George A. Davis
(Admitted *pro hac vice*)
Annemarie V. Reilly
(Admitted *pro hac vice*)
Brett M. Neve
(Admitted *pro hac vice*)
LATHAM & WATKINS LLP
885 Third Avenue
New York, NY 10022
Telephone: (212) 906-1200
Facsimile: (212) 751-4864
Email: george.davis@lw.com
annemarie.reilly@lw.com
brett.neve@lw.com
– and –
Caroline A. Reckler
(Admitted *pro hac vice*)
LATHAM & WATKINS LLP
330 North Wabash Avenue, Suite 2800
Chicago, IL 60611
Telephone: (312) 876-7700
Facsimile: (312) 993-9667
Email: caroline.reckler@lw.com
– and –
Andrew Sorkin
(Admitted *pro hac vice*)
LATHAM & WATKINS LLP
555 Eleventh Street, Suite 1000
Washington, D.C. 20004
Telephone: (202) 637-2200
Facsimile: (202) 637-2201
Email: andrew.sorkin@lw.com

**PROPOSED COUNSEL FOR DEBTORS
AND DEBTORS IN POSSESSION**